

**UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

<p>PAUL BERGER, Individually and Derivatively on Behalf of Nominal Defendant AMYLIN PHARMACEUTICALS, INC.,</p> <p style="text-align: center;">Plaintiff,</p> <p>vs.</p> <p>DANIEL M. BRADBURY, PAULO F. COSTA, ADRIAN ADAMS, TERESA BECK, M. KATHLEEN BEHRENS, PAUL N. CLARK, ALEXANDER DENNER, KARIN EASTHAM, JAMES R. GAVIN III, JAY S. SKYLER, and JOSEPH P. SULLIVAN,</p> <p style="text-align: center;">Defendants,</p> <p>and</p> <p>AMYLIN PHARMACEUTICALS, INC. a Delaware Corporation,</p> <p style="text-align: center;">Nominal Defendant.</p>	<p>Civil Action No.: 1:12-cv-00824-LPS</p>
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PLAINTIFF'S NOTICE AND PROPOSED ORDER OF DISMISSAL

WHEREAS, Plaintiff has determined that the claims asserted in the above-captioned action have been mooted and therefore proposes to dismiss the Complaint with prejudice as to Plaintiff and without prejudice as to other members of the proposed putative class;

WHEREAS, Since the filing of the initial complaint in this action ("Action"), the Individual Defendants approved a tender offer by Bristol-Myers for \$31.00 per share. The Acquisition was completed on August 8, 2012, when Bristol-Myers, having obtained over 85% of the Company's shares in the tender offer (the "Tender Offer"), then exercised certain "top up" rights which the Individual Defendants granted it in the merger agreement ("Merger

Agreement”), to purchase additional shares so that it could effect the Acquisition through a short form merger under Delaware law.

WHEREAS, Defendants have filed neither an answer to the complaint nor a motion for summary judgment. Dismissal with prejudice under Rule 41(a)(1) is therefore appropriate.

WHEREAS, Because no class has been certified in this Action, and because the dismissal as to the putative class is without prejudice and no compensation in any form has passed directly or indirectly to the Plaintiffs or their attorneys and no promise to give any such compensation has been made, pursuant to Federal Rule 23.1 notice of this dismissal is not required.

NOW THEREFORE, Plaintiff Paul Berger, pursuant to Rule 41(a)(1)(A)(i) of the Federal Rules of Civil Procedure, hereby dismisses his complaint, subject to the approval of the Court, and all causes of action therein with prejudice as to the Plaintiff and without prejudice as to all other members of the proposed putative class.

Date: February 13, 2013

Of Counsel:

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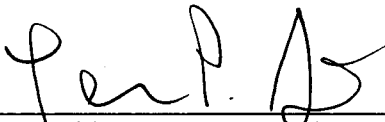
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Counsel for Plaintiff Paul Berger

SO ORDERED this 15th day of February, 2013.



The Honorable Leonard P. Stark